

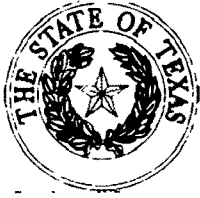


Control Number: 48431



Item Number: 1

Addendum StartPage: 0



Public Utility Commission of Texas

1701 N. Congress Avenue
P. O. Box 13326
Austin, Texas 78711-3326
512 / 936-7000 • (Fax) 936-7003
Web Site: www.puc.state.tx.us

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TITLE PAGE

APPLICATION FOR CERTIFICATION, RE-QUALIFICATION, OR AMENDMENT TO A SERVICE PROVIDER CERTIFICATE OF OPERATING AUTHORITY OR A CERTIFICATE OF OPERATING AUTHORITY

DOCKET/PROJECT NO. 48431

- APPLICANT(s):
1. MCI Communications Services, Inc. d/b/a Verizon Business Services ("MCICS")
 2. XO Communications Services, LLC ("XO")

Authorized Representative for this Application:

Dulaney L. O'Roark III
General Counsel -- South
Verizon
One Verizon Place
Alpharetta, GA 30004
Tel: 678-339-5081
Fax: 678-339-8492
de.oroark@verizon.com

Regulatory Representative:

Kathy L. Buckley
VP, State Government Affairs
Verizon
4700 MacCorkle Ave., SE, Box 3
Charleston, WV 25304
Tel: 304-356-3194
Fax: 304-356-3590
kathy.l.buckley@verizon.com

Complaint Representative:

Verizon:
Rick Greiner
Acting Supervisor
500 2nd Avenue
Cedar Rapids, Iowa 52401
Tel: 319-892-2047
800-624-0533
Fax: 800-854-7960
Cdr-agency-relations@verizon.com

XO:
Executive Response Team
9201 N. Central Expressway, Bldg B 3rd Floor
Dallas, TX 75231
Tel: 877-912-4829
Fax: 214-261-7509
vzx.regulatory.grievances@verizon.com

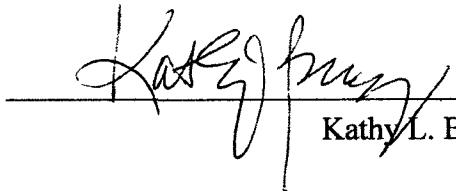
Effective Date

AFFIDAVIT

State of West Virginia §

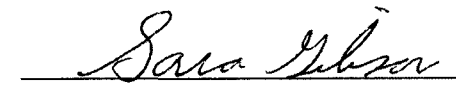
County of Kanawha §

1. My name is Kathy L. Buckley. I am Vice President, Regulatory Affairs for the Applicants, MCI Communications Services, Inc. d/b/a Verizon Business Services ("MCICS") and XO Communications Services, LLC ("XO").
2. I swear or affirm that I have personal knowledge of the facts states in this application for an Amendment to the Service Provider Certificate of Operating Authority, that I am competent to testify to them, and that I have authority to make this Application on behalf of MCICS and XO.
3. I further swear or affirm that all of the statements and representations made in this Application of an Amendment to the Service Provider Certificate of Operating Authority are true and correct.
4. I swear and affirm that the Applicants understand and will comply with all requirement of law applicable to a Service Provider Certificate of Operating Authority.


Kathy L. Buckley

SWORN TO AND SUBSCRIBED before me on the 1st of June, 2018.




Notary Public for the
State of West Virginia

My Commission Expires: June 22, 2022

1. Check only one of the following Requests:

(a)

_____ New SPCOA Application

 X Application

Amending SPCOA No. 60173

_____ New COA Application

_____ Application

Amending COA No. _____

(b) If you are filing an amendment, check one or more of the following as requests made in this amendment filing:

_____ Name Change Amendment

_____ Certification Relinquishment

 X Change in Ownership/Control

_____ Service Discontinuation

_____ Change in Service Area

_____ Change in Type of Provider

_____ Corporate Restructuring

_____ Other

(c) Provide a summary explanation of all items checked in “b” above.

Applicants MCI Communications Services, Inc. d/b/a Verizon Business Services (“MCI”) and XO Communications Services, LLC (“XO”), respectfully request any required approval for an internal corporate restructuring that will merge XO Communications, LLC (“XOC”), the unregulated parent of XO, into MCI and thus transfer ownership of XO to MCI. XO will continue to exist as a legal entity and a certificated telephone corporation after the transaction and will continue to be — as it is now — an indirect, wholly owned subsidiary of Verizon Communications Inc. (“VCI”). The transaction restructures companies within the Verizon group to promote administrative simplicity and will not result in any meaningful change in the management or control of XO. Because the transaction will help reduce the costs of a regulated company, it is in the public interest.

The Applicants anticipate closing the transaction on or after June 30, 2018, and respectfully requests approval before that date.

2. Provide a description of the Applicant, which shall include the following:

- (a) Legal name and all assumed names under which the Applicant conducts business, if any;

MCI Communications Services, Inc. conducts business under the name “Verizon Business Services.”

XO Communications Services, LLC conducts business under the name “XO Communications Services, LLC.”

- (b) Address of principal office and business office;

**For both Applicants the principal office and business address is:
One Verizon Way
Basking Ridge, New Jersey 07920**

- (c) Principal office/business office telephone number: **212-395-1000 (MCICS and XO)**

Fax number: **908-766-5725 (MCICS and XO)**

Website address: **www.verizon.com (MCICS) and www.xo.com (XO)**

E-mail address: **https://www.verizon.com/support/residential/contact-us/email-us.htm provides options for email, virtual agent, or live chat (MCICS) and https://portal.xo.com/Account/Login?ReturnUrl=%2f (XO).**

Toll-free customer service telephone number: **800-VERIZON (800-837-4966) (MCICS) and 800-421-3872 (XO)**

- (d) **N/A**

- (e) Form of business in Texas (e.g., corporation, partnership, sole proprietorship), Charter/Authorization number, date business was formed and date change was made (if applicable). Provide the State and date in which the parent company is registered. *(The Commission requires registration with the Secretary of State for all forms of business, except sole proprietorships.)*

MCICS is a Delaware corporation registered with the Texas Secretary of State (#10396106) and it was incorporated on January 3, 1992.

XO, originally a Delaware corporation, is now a Delaware limited liability company and is registered with the Texas Secretary of State as a foreign limited liability company (#800199339). XO is a wholly owned subsidiary of XOC, which was originally registered in Delaware in 1999. XO is a wholly owned indirect subsidiary of Verizon Communications, Inc., a Delaware corporation.

Both MCICS and XO are wholly owned subsidiaries with the ultimate parent, Verizon Communications, Inc. which was incorporated in Delaware on October 17, 1983.

- (f) A list of the names, titles, phone number and office e-mail address of each director, officer, or partner;

The Applicants are both wholly owned indirect subsidiaries of Verizon. The following is a list of the Verizon's senior leadership team:

OFFICER NAME	OFFICER TITLE, PHONE NUMBER AND OFFICE EMAIL ADDRESS
Lowell McAdam	Chairman & Chief Executive Officer 212-395-7310 <u>lowell.mcadam@one.verizon.com</u>
Tim Armstrong	Chief Executive Officer – Oath <u>tim.armstrong@oath.com</u> 212-206-5001
Marc Reed	Executive VP & Chief Administrative Officer 212-395-1093 <u>marc.reed@one.verizon.com</u>
Matthew Ellison	Executive VP & Chief Financial Officer 212-395-1086 <u>matthew.ellis@verizon.com</u>
Rima Qureshi	Executive Vice President and Chief Strategy Officer 212-395-1783 <u>rima.qureshi@verizon.com</u>
Craig Silliman	Executive VP - Public Policy & General Counsel 212-395-2384 <u>craig.silliman@verizon.com</u>
John Stratton	Executive VP & President of Operations 908-559-8900 <u>john.stratton@one.verizon.com</u>
Hans Vestberg	Executive Vice President & President of Global Networks and Chief Technology Officer 908-559-8190 <u>hans.vestberg@g.verizon.com</u>

The biographies of Verizon's senior leadership team are included in Attachment A.

- (g) Name, address, and office address of each of the five largest shareholders, if not publicly traded;

Verizon is a publicly traded corporation (NYSE & NASDAQ: VZ).

- (h) Legal name of parent company, if any, and a description of its primary business interests; and,

The parent company of both Applicants is Verizon Communications Inc., one of the largest communication technology companies in the world and a leading national provider of local and long distance telecommunications services to businesses, large enterprises and telecommunications carriers. It operates America's largest 4G LTE wireless network and the nation's premier all-fiber broadband network. Its superior wireless, fiber optic and global IP networks enable it to deliver innovative services like video and telematics.

- (i) Legal name of all affiliated companies that are public utilities or that are providing telecommunications services and the states in which they are providing service. Give a description of all affiliates and explain in detail the relationship between the Applicant and its affiliates. An organizational chart should be provided, if available.

The list of Verizon's wireline subsidiaries providing regulated telecommunications services in Texas and the other states in which they provide service are shown in Attachment B.

3. State the name **and only one name**, in which the Applicant wants the Commission to issue its certificate. Provide the following information from the Applicants registration with the Office of the Secretary of State of Texas or registration with another state or county, as applicable: *(NOTE: If the Applicant is a corporation, the Commission will issue the certificate in either the Applicant's corporate or assumed name, not both. The certificate holder must use only the name approved by the Commission on all bills and advertisements sent to or viewed by the public. Name Changes require Commission Approval as well as Secretary of State Approval.)*
- (a) Requested name: **XO Communications Services, LLC (see note below)**
 - (b) Assumed names: **n/a**
 - (c) Texas Secretary of State (or County) file number: **800199339**
 - (d) Texas Comptroller's Tax Identification number: **19120194766**
 - (e) Other Applicable certification/file numbers: **n/a**
 - (f) Date the business was registered: **XO Communications was originally registered in Texas under the name XO Domestic Holdings on April 30, 2003. The company subsequently changed its name to XO Communications Services, Inc. on August 4, 2004 and its certificate of registration was again amended on January 30, 2012 to change the company's name to XO Communications Services, LLC.**

13. (a) Any complaint history, disciplinary record and compliance record during the 60 months immediately preceding the filing of the application regarding: the applicant; the applicant's affiliates that provide utility-like services such as telecommunications, electric, gas, water, or cable service; the applicant's principals; and any person that merged with any of the preceding persons. The information should include, but not be limited to, the type of complaint, in which state or federal agency the complaint was made, the status of the complaint, the resolution of the complaint and the number of customers in each state where complaints occurred.

Verizon is a national carrier with affiliates serving millions of customers throughout the country. Verizon does not maintain a database that includes all formal complaints against it nationwide. As a very large, diverse public company with numerous affiliated entities, Verizon is subject to periodic investigations by state and federal agencies in connection with various trade and consumer protection laws in the normal course of business. Data reflecting the number of complaints Verizon companies other than XO received nationally in 2017 per 100,000 traditional wireline customers is provided in Attachment C. The number of informal complaints filed against XO at the TX PUC for the years 2013 through 2018 also is provided in Exhibit C.

- (b) Is the Applicant, or the applicant's principals currently under investigation or have the Applicant or its principals been penalized by an attorney general or any state or federal regulatory agency for the violation of any deceptive trade or consumer protection law or regulation? If yes, please explain.

To the best of Verizon's knowledge, there have been no investigations or penalties by the Texas Attorney General or the Commission for the alleged violation of deceptive trade laws or regulations or consumer protection laws or regulations (i.e., alleged violations of Chapters 17 or 64 of PURA) with respect to the regulated telephone services of Verizon's wireline affiliates during the past five years. To the best of Verizon's knowledge, there have been no such investigations or penalties by other attorneys general or state or federal agencies with respect to the regulated telephone services of Verizon's wireline affiliates during that period except the following:

- **FCC CPNI consent decree (File No.: EB-TCD-13-00007027); \$7.4 million settlement (Sept. 3, 2014)**

- (c) Disclose whether any owners, directors, officers, or partners in the organization are convicted felons? Also disclose whether the applicant or applicant's principals have been convicted or found liable for fraud, theft, larceny, deceit, or violations of any securities laws, customer protection laws, or deceptive trade laws in any state. If yes, please explain.

None of the officers listed in response to Question 2(f) have been convicted of a felony.

(d) Provide the number of customers per state (including Texas) for the past 60 months, for which the Applicant, its parent company, and/or any affiliates are providing telecommunications services.

The aggregate numbers of customers by state for MCICS and XO as of December 31, 2017 are shown in Attachment D which is being submitted on a confidential basis.

14. (a) Provide a detailed description of the Applicant's technical qualifications to provide the local exchange service, basic local telecommunications service, and/or switched access service proposed in this Application.

MCI provides interexchange long distance service in 49 states. XO provides local exchange and interexchange service in 49 states and the District of Columbia. Both companies are wholly owned by Verizon, which employs approximately 155,400 persons and provides telecommunications service to millions of customers throughout the United States. Verizon's traditional telecommunications operations include incumbent local exchange carriers in several states as well as competitive local exchange carriers and interexchange carriers that operate in most states across the country. Verizon provides communications and entertainment services over America's most advanced network and delivers integrated business solutions to customers worldwide.

- (b) If the Applicant plans to rely upon a consultant to meet the technical qualifications requirements, provide the following information: (1) name, address, and phone number of consultant, (2) a copy of the contract between the principals and the consultant, (3) consultant's resume or a detailed description of the consultants experience, (4) information regarding any professional registrations or certifications that the consultant holds, (5) percentage of the consultant's time being contracted, and (6) a list of other telecommunications companies served by the consultant and the percentage of time allotted to each company.

No consultants will be relied upon to meet the technical qualification requirements.

- (c) Provide a detailed description or individual resumes setting forth the qualifications of the Applicant's key personnel. Descriptions or resumes shall include (1) Key Personnel Names, (2) Applicant Company Titles, (3) Detailed Telecommunications or Related Experience, and (4) Years of Experience.

The names and titles of Verizon's senior leadership team were included in response to Question 2(f) above. Additional information regarding their experience is included in Attachment A.

16. Provide an audited or unaudited balance sheet for the applicants most recent quarter that demonstrates the shareholders' equity required by P.U.C. Subst. R. 26.111(f). The audited balance sheet must include the independent auditor's report. The unaudited balance sheet must include a sworn statement from the executive officer of the applicant attesting to the accuracy, in all material respects, of the information provided in the unaudited balance sheet.

The audited balance sheet included in Verizon's 2017 10-K, as filed with the Securities and Exchange Commission, can be found at http://verizon.api.edgar-online.com/EFX_dll/EdgarPro.dll?FetchFilingHTML1?SessionID=tfQq!Ab6UjxuKY&ID=12574605 In compliance with P.U.C. SUBST. R. 26.111(f), Verizon's equity exceeds \$100,000.

17. Provide a summary of any history of insolvency, bankruptcy, dissolution, merger or acquisition of the applicant or any predecessors in interest during the 60 month immediately preceding this Application.

Other than internal reorganizations, there have been no mergers or acquisitions involving Verizon's regulated wireline affiliates during the previous 60 months except for the following: (i) Verizon completed the transfer of control of GTE Southwest Incorporated d/b/a Verizon Southwest to Frontier Communications Corporation on March 31, 2016; and (ii) Verizon completed its acquisition of XOC on February 1, 2017.

EXECUTIVE BIOS**Lowell C. McAdam****Chairman and Chief Executive Officer**

Lowell C. McAdam is chairman and chief executive officer of Verizon Communications, a leading provider of wireless, fiber-optic and global Internet networks and services. He was named CEO on Aug. 1, 2011, and chairman on Jan. 1, 2012.

Prior to that, McAdam was Verizon's president and COO, with responsibility for wireline and wireless operations. He was also responsible for internal services and the technology management and CIO functions.

Under his leadership as CEO, Verizon took over complete ownership of Verizon Wireless by purchasing Vodafone's 45 percent stake in the company, positioning Verizon for a new phase of wireless growth. He is also leading the company's push into growth markets in the Internet of Things and digital media. In April 2017, Verizon launched Oath, formed from the company's acquisition of AOL and Yahoo, which houses more than 50 digital and technology brands that together engage 1 billion people worldwide.

McAdam is one of the architects of today's global wireless industry, having built wireless businesses on three continents since the technology's development in the 1980s. He was president and CEO of Verizon Wireless from 2007 until 2010 and before that served as its executive vice president and chief operating officer. Before joining Verizon Wireless in 2000, McAdam was president and CEO of PrimeCo Personal Communications, a joint venture owned by Bell Atlantic and Vodafone AirTouch, where he oversaw the deployment of one of the industry's first all-digital networks. He also served as vice president-international operations for AirTouch Communications and was lead technical partner for cellular ventures in Spain, Portugal, Sweden, Italy, Korea and Japan. Prior to joining AirTouch in 1993, he held various executive positions with Pacific Bell.

McAdam is a member of the Cornell University Board of Trustees, where he chairs the Cornell Tech Board of Overseers and sits on the executive committee. He has co-chaired the CEO Council on Health and Innovation, which encourages the adoption of innovative strategies to improve employee health and the delivery of higher-quality, more cost-effective healthcare. Previously, he was a member of the GE Board of Directors, and he was a director of the National Academy Foundation, a partnership between business leaders and educators that helps high schools establish technical and service academies to prepare students for college careers. He also is past chairman of the board of directors of the CTIA, the wireless industry trade association.

He earned a bachelor's degree in engineering from Cornell and a master's degree in business administration from the University of San Diego. He also spent six years in the U.S. Navy Civil Engineer Corps and became a licensed professional engineer in 1979.

Tim Armstrong
Chief Executive Officer – Oath

Tim Armstrong is CEO of Oath, a global digital and mobile company that reaches over 1 billion consumers and partners with the world's leading global brands. Oath's mission is to Build Brands People Love and the company owns 50+ media brands including Yahoo, AOL, HuffPost, TechCrunch, Tumblr, as well as adtech and distribution platforms that support thousands of partners across the globe. Oath launched in June 2017 as a Verizon owned company, following Verizon's acquisition of AOL Inc in 2015, where Armstrong was Chairman and CEO.

Prior to Oath and AOL, Armstrong spent almost a decade at Google where he finished as President of the Americas and a member of the global operating committee. Armstrong started in the media business after college by co-founding a newspaper in Boston, MA and then moving to Internet companies in Seattle, Silicon Valley, and New York. These companies included Starwave (creators of ESPN.com, NFL.com, NBA.com), Disney Internet Ventures, Snowball (NYSE Company), and America's Health Network (acquired by News Corporation). Armstrong also co-founded and seed-funded Associated Content (acquired by Yahoo) and Patch (acquired by AOL).

Armstrong serves on the boards of Priceline Group Inc (NASDAQ), Tech:NYC as co-founder, iDiverse as Chairman, Greenwich Academy for Girls, Connecticut College Athletic Club as co-founder, Waterside School and as a trustee for the US Olympic & Paralympic Foundation. He also serves as a loving husband and dad as well as lacrosse and basketball coach. Armstrong is an avid New England sports fan and Massachusetts native. He is part Camel (Connecticut College graduate) and part Trojan (Lawrence Academy graduate).

Matthew D. Ellis
Executive Vice President and Chief Financial Officer

Matthew Ellis is executive vice president and chief financial officer for Verizon Communications, responsible for the company's finance and strategic planning operations and financial transaction services.

Prior to becoming Verizon's CFO on November 1, 2016, Ellis was senior vice president and CFO - operations finance, responsible for providing financial support to the wireless and wireline business units.

Before this, Ellis was senior vice president and treasurer for Verizon, responsible for corporate-wide financing, cash management, pension and insurance activities, and the Verizon Capital Group.

Ellis joined Verizon in 2013 after 15 years at Tyson Foods, Inc., most recently as vice president and treasurer responsible for financing, cash management, insurance and credit. From 2007 through 2010 Ellis was vice president of finance, responsible for M&A activity, including transactions in China, Brazil and India. From 2005 to 2007 Ellis was vice president, country manager with responsibility for all aspects of Tyson's Mexico subsidiary. From 1997 through 2004 he held a number of positions within finance and accounting.

Previously, Ellis worked in England for Dixons Stores Group plc and Coopers & Lybrand where he qualified as a Chartered Accountant.

He holds a Bachelor of Commerce (Accounting) degree from the University of Birmingham in the United Kingdom.

Rima Qureshi
Executive Vice President and Chief Strategy Officer

Rima Qureshi is executive vice president and chief strategy officer for Verizon. She is responsible for development and implementation of Verizon's overall corporate strategy, including business development, joint ventures, strategic investments, acquisitions and divestitures.

Before joining Verizon in November 2017, Qureshi was president and CEO of Ericsson North America. She has extensive experience in successfully managing various business segments, including strategy, sales, product management, and research and development. She also has extensive experience in acquisitions and integration.

Before becoming president and CEO of Ericsson North America in 2016, she was Ericsson's chief strategy officer and head of mergers and acquisitions. Her more than two decades of leadership experience in the mobile communications industry included more than 15 years of global experience.

Qureshi joined Ericsson in 1993 and was a vice president there since 2000. In 2010 she was named senior vice president of Ericsson's CDMA Mobile Systems Group, and she assumed additional responsibilities as senior vice president of strategic projects in 2013. She also served as chairman of the Ericsson's Northern Europe, Russia and Central Asia group and chairman of Ericsson's Modem division before becoming chief strategy officer.

She is currently a board member of MasterCard Incorporated and Great West Lifeco Inc., and she has significant experience working with the humanitarian sector and various United Nations agencies. With both undergraduate and master's degrees from McGill University in Montreal, she is fluent in English and French.

Marc C. Reed
Executive Vice President and Chief Administrative Officer

Marc Reed is executive vice president and chief administrative officer. Under his leadership are end-to-end accountability for human resources, real estate, supply chain services, procurement and fleet, to most effectively and efficiently leverage the company's collective assets and resources.

Reed is a member of the Verizon Operations Council and Verizon Corporate Council. Reed is also a member of the Human Resources Policy Association Board. Under Reed's leadership, the company has garnered numerous citations and awards, including being #1 in Diversity Inc. Magazine's "Top 50 Companies for Diversity," and making CEO Magazine's "Top 20 Companies for Leaders" and Business Week/Bloomberg's "Best Places to Launch a Career."

From April 2004 – Dec. 2011, Reed served as executive vice president - Human Resources for Verizon where he was responsible for establishing overall policy and strategy related to compensation, benefits, labor policy, executive staffing, diversity, safety/environment and ethics. Prior to that, from 2000 to 2004 Reed was vice president - Human Resources for Verizon Wireless where he was instrumental in establishing the performance-based culture that helped propel the company into being the best-performing wireless company in the U.S.

Reed started his career in human resources at GTE's world headquarters in 1986. The following year he was appointed to the first of a series of key human resources positions at GTE Wireless. In 1997, he became the vice president - Human Resources for GTE Communications Corporation.

Reed earned a bachelor's degree in business administration from the State University of New York at Buffalo.

Craig Silliman**Executive Vice President – Public Policy and General Counsel**

Craig Silliman is executive vice president – public policy and general counsel, responsible for leading the company's public policy, legal, regulatory, government affairs and security groups.

Before assuming his current position in January 2015, Silliman was senior vice president for public policy and government affairs, with responsibility for Verizon's global public policy, federal and state legislative affairs, federal regulatory affairs, strategic alliances, national security, privacy and corporate citizenship.

Prior to that, Silliman served in a number of other senior management roles at Verizon. He was senior vice president and general counsel for Verizon's wireline consumer, business and wholesale groups globally, and senior vice president and deputy general counsel, with responsibility for antitrust, intellectual property, national security, privacy and strategic product support.

Prior to joining a Verizon predecessor company in 1997, Silliman was an attorney in the international trade practice at Collier, Shannon, Rill & Scott in Washington, D.C. He has also taught international telecommunications regulation as an adjunct professor at the American University School of Law in Washington, D.C.

John G. Stratton**Executive Vice President and President of Global Operations**

John Stratton is executive vice president and president of Global Operations, with responsibility for overseeing and growing Verizon's established businesses, including Verizon Wireless, Verizon Enterprise Solutions, Verizon Partner Solutions, Verizon Consumer Markets and Verizon Business Markets. These businesses generate more than \$120 billion in annual revenue and serve more than 120 million customers.

Before being named to his current position in February 2015, Stratton was executive vice president and president – global enterprise and consumer wireline, which included Verizon's wireline assets as well as the operation of its underlying wireline network, cloud computing and cybersecurity platforms.

Previously, Stratton served as president of Verizon Enterprise Solutions, which oversees Verizon's solutions for business and government customers; specialized solutions for key industries such as healthcare, travel and transportation, retail, utilities and financial services; IT consulting services; and global wholesale offerings.

Before that, Stratton was executive vice president and chief operating officer of Verizon Wireless, the largest wireless company in the United States, and under his leadership the company established itself as the No. 1 brand among wireless consumers in the United States. Earlier, he held senior leadership positions including executive vice president and chief marketing officer of Verizon Communications and Verizon Wireless.

Stratton joined a Verizon predecessor company, Bell Atlantic Mobile, in 1993 as director of retail sales and operations. He later served as vice president-marketing for the company and then as president of Bell Atlantic Mobile's Philadelphia region. With the creation of Verizon Wireless in 2000, Stratton was named president - Northwest area, managing the company's business operations in Washington, Oregon, Idaho, Colorado, Minnesota, Kansas, Missouri, Montana and the Dakotas.

Prior to joining the telecommunications industry, Stratton held several senior management positions in the consumer electronics industry. He is a graduate of the Advanced Management Program at the Harvard Business School.

Hans Vestberg**Executive Vice President and President of Global Networks and Chief Technology Officer**

Hans Vestberg is executive vice president and president of Global Networks and Chief Technology Officer, with responsibility for further developing the architecture for Verizon's fiber-centric networks. Network and Technology focuses on delivering seamless experiences for customers over network assets consisting of the country's leading 4G LTE network, the largest 5G test-bed in the U.S., the nation's biggest residential fiber network, a global internet backbone and undersea cable network carrying much of the world's internet traffic, and fiber assets in 45 of the top 50 markets in the U.S.

Before joining Verizon in April 2017, Vestberg served for six years as president and CEO of Ericsson, a multinational networking and telecommunications equipment and services company headquartered in Sweden that provides 35 percent of the world's 2G, 3G and 4G mobile network infrastructures.

For more than ten years after joining Ericsson in 1991 he gained broad international experience with leadership positions on three continents. After that he was instrumental in developing Ericsson's industry-leading services organization, which grew three-fold during his five years of management. In 2007 he became Ericsson's chief financial officer, and he was named CEO in 2009. As CEO, he led more than 115,000 employees as the company transformed from a focus on hardware to software and services.

Vestberg is a founding member of the International Telecommunications Union (ITU) Broadband Commission for Digital Development, where he is leading climate-change and digital health initiatives. He is also Chairman of the Swedish Olympic Committee and a member of the Leadership Council of the United Nation's Sustainable Development Solutions Network. Since 2015 Vestberg has also been a board member of both the UN Foundation and the Whitaker Peace & Development Initiative.

Vestberg is a leading voice at industry conferences, including Mobile World Congress, Code/Mobile and the Consumer Electronics Show. In 2014, he was ranked #10 on Global Telecoms Business' list of the 100 most powerful people in the telecoms industry.

Born in Hudiksvall, Sweden, Vestberg earned a Bachelor of Business Administration degree from the University of Uppsala, Sweden, in 1991.

Joint Applicants and its affiliates providing telecommunications in Texas are listed below, along with the other states in which the wireline affiliates' provide service.

MCI Communications Services, Inc. d/b/a Verizon Business Services	Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nebraska, New Hampshire, New Jersey, New Mexico, New York, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wyoming
XO Communications Services, LLC	Alabama, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nebraska, New Hampshire, New Jersey, New Mexico, New York, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia*, Washington, West Virginia, Wyoming *In Virginia, the service provider is named XO Virginia, LLC.
MCImetro Access Transmission Services Corp. dba Verizon Access Transmission Services	Alabama, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nebraska, New Hampshire, New Jersey, New Mexico, , New York, Ohio, Oklahoma, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia*, Washington, West Virginia, Wyoming *In Virginia, the service provider is named MCImetroAccess Transmission Services of Virginia, Inc.

Verizon Select Service Inc.	Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nebraska, New Hampshire, New Jersey, New Mexico, New York, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wyoming
Verizon Long Distance LLC	Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nebraska, New Hampshire, New Jersey, New Mexico, New York, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wyoming

Formal Complaints:

During the preceding 60 months, one formal complaint was filed against XO at the Texas PUC by **Cytel Communications**, Docket # 42464 on 4/28/14 it was settled later that year. No formal complaints were filed against any other Verizon affiliate at the Texas PUC during that time.

Informal Complaints:

For 2017, informal complaints (those not associated with docket proceedings) were received by Verizon's Customer Relations organization from customers directly or at the State Commissions, Better Business Bureaus, the FCC, Attorneys General, Executive appeals, etc. and its affiliates other than XO, at a rate of 38.2 complaints per 100,000 traditional wireline lines. For XO, in 2013, there were 10 informal complaints filed with the TX PUC, 13 in 2014, six in 2015, six in 2016, one in 2017 and two in 2018.